

**NON-PROFIT JOINT STOCK COMPANY  
"ABAI KAZAKH NATIONAL PEDAGOGICAL UNIVERSITY"**



**APPROVED**  
by the decision of the Board of Directors  
non-profit joint stock company "Abai  
Kazakh National Pedagogical University"  
November "17" 2021, Protocol No.11  
Chairman of the Board of Directors  
**G.I. Issimbayeva**



**PROCEDURE**  
for submission and consideration of documents for meetings of the  
Board of Directors of the non-profit joint stock company  
"Abai Kazakh National Pedagogical University"

Almaty, 2021

## **1. General provisions**

1. This Procedure for submission and consideration documents for meetings of the Board of Directors of the non-profit joint stock company "Abai Kazakh National Pedagogical University" (hereinafter – the University) was developed on the basis of the Law of the Republic of Kazakhstan "On joint stock companies", the Charter of the University, the Corporate Governance Code of the non-profit joint stock company the sphere of higher and postgraduate education and determine the procedure for preparing questions and documents at meetings of the Board of Directors of the University.

1.1 The procedure has been developed in order to effectively organize meetings of the Board of Directors, in accordance with the requirements of the Law of the Republic of Kazakhstan "On Joint Stock Companies".

## **2. Procedure and terms of submission of materials by the Management Board of the University for meetings of the Board of Directors**

2.1. This Procedure regulates the issues of submission and consideration documents for meetings of the Board of Directors (Appendix No.1).

2.2. The agenda of the meetings of the Board of Directors is formed on the basis of the Plan of main events approved by the Board of Directors.

2.3. The Corporate secretary sends the preliminary agenda of the meeting of the Board of Directors to the University Management Board in advance.

2.4. The University Management Board prepares materials in accordance with the Plan of the main events of the Board of Directors and the directed provisional agenda.

2.5. Documents required for consideration of issues on the agenda of the meeting must be submitted to the Corporate Secretary signed by the Chairman of the Management Board or the Acting Chairman of the Management Board, indicating the performers in 3 languages (Kazakh, Russian, English) in printed form on paper and in electronic form no less than 30 calendar days before the date of the meeting of the Board of Directors at which it is planned to consider these issues.

2.6. When accepting documents required for consideration of issues at a meeting of the Board of Directors, the Corporate Secretary checks the completeness of all documents. In case of failure to submit documents or submission of an incomplete set of documents, the Corporate Secretary informs the Chairman of the Management Board of the University about this, and until a complete set of documents is submitted, such an issue is not included in the agenda of a meeting of the Board of Directors. The agenda of the meeting of the Board of Directors also does not include the issues, the materials on which were provided in violation of the terms.

2.7. If there is a need to urgently consider any issues outside the approved Plan of main measures affecting the activities of the University, the deadline for submitting documents by the Management Board and acceptance by the Corporate Secretary, as well as notifying members of the Board of Directors with sending the necessary materials may be reduced by decision of the Chairman of the Board of Directors.



### **3. Procedure for submitting documents for consideration by the Board of Directors**

3.1. Issues on the agenda of a meeting of the Board of Directors are preliminarily considered by the respective Committees.

3.2. The corporate secretary organizes the meetings of the Committees 13-15 calendar days before the meeting of the Board of Directors.

3.3. The notice of the meeting of the Committee is sent by the Corporate Secretary via e-mail to the members of the Committee 5 calendar days before the date of the meeting of the Committee and must contain information on the date, time, place of the meeting, and the agenda. Documents on the agenda items of the Committee meeting are sent together with the notification.

If it is necessary to urgently convene a meeting of the Committee, it is allowed to reduce the time period for sending a notification with documents on the issues on the agenda of the meeting of the Committee and to hold the meeting at other times.

3.4. After the meetings of the Committees, if the issue is recommended for consideration by the Board of Directors, the Management Board makes changes to the documents taking into account the comments and suggestions of the members of the Committee and sends the Corporate Secretary the revised materials on the agenda of the meeting no later than 10 calendar days before the date of the meeting of the Board of Directors.

3.5 The corporate secretary checks the revised materials and, 7 calendar days before the date of the meeting of the Board of Directors, sends a notification to the members of the Board of Directors about the meeting by e-mail. The notification must contain information about the date, time, place of the meeting, and the agenda. Along with the notification, documents on the agenda of the meeting of the Board of Directors are sent.

3.6. The decisions of the Board of Directors, which were adopted at its meeting held in person, are drawn up in protocol, and in absentia, they are drawn up by decisions that must be drawn up and signed by the Chairman of the Board of Directors or the person chairing the meeting and the Corporate Secretary within three working days from the date of the meeting.

3.7. At the written request of a member of the Management Board, the Corporate Secretary draws up an extract from the protocol of the meeting of the Board of Directors, which must be signed by the Corporate Secretary (the person performing his functions).

3.8. If it is necessary to issue an extract from the protocol of a meeting of the Board of Directors, which took place in previous years with a different composition of the Board of Directors and a different Corporate Secretary, as well as if extracts are submitted to other organizations, such an extract is issued signed by the Chairman of the Management Board of the University and the Corporate Secretary, and sealed by the seal of the University.

### **4. Final provisions**

4.1. This Procedure comes into force from the date of its approval by the Board of Directors of the University.



4.2. In case of contradiction of certain elements of this Procedure with the legislation of the Republic of Kazakhstan, the Charter of the University, the norms of the current legislation and the Charter of the University shall prevail.

4.3. All members of the Management Board must be familiar with this Procedure. The requirements of this Procedure are binding on all employees of the University.



**Scheme  
for submission and consideration of issues at a meeting of the Board of Directors  
NJSC "Abai Kazakh National Pedagogical University"**

